

SEC NEWS DIGEST

Issue 98-67

April 8, 1998

COMMISSION ANNOUNCEMENTS

SEC TO HOST TECHNOLOGY ROUNDTABLE -- WILL EXAMINE IMPACT OF TECHNOLOGY ON MARKETS AND REGULATORY ENVIRONMENT OF FUTURE

What: The Securities and Exchange Commission will host for the first time a technology roundtable to explore the impact of changing technology on the securities markets and to discuss the regulatory environment of the future.

Key areas to be addressed include:

- access to information
- electronic advice and analysis
- electronic executions
- broader implications of increased technology

When: Tuesday, April 14, 1998; 1:00 p.m. to 4:00 p.m.

Where: Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C., Room 1C30

SEC Participants:

- Arthur Levitt, Chairman
- Norman Johnson, Commissioner
- Isaac Hunt, Jr., Commissioner
- Laura Unger, Commissioner
- Barry Barbash, Director, Division of Investment Management
- Brian Lane, Director, Division of Corporation Finance
- Richard Lindsey, Director, Division of Market Regulation, (Moderator)
- Richard Walker, General Counsel

Industry Participants:

- John Brennan, Chairman and CEO, The Vanguard Group
- Jamie Dimon, Co-Chairman and Co-CEO, Salomon Smith Barney
- Bran Ferren, Executive VP Creative Technology/R&D, Walt Disney Imagineering

- William Lyons, President and COO, American Century Investments
- Barbara Perrier-Dreyer, Vice President and CFO, Outreach Technologies
- David Pottruck, President and CEO, Charles Schwab & Co., Inc.
- Robert Pozen, President and CEO, FMR Co.
- John Reed, Chairman, and CEO, Citicorp
- William Schrader, President and CEO, PSINet, Inc.
- Frank Zarb, Chairman, President and CEO, NASD, Inc.
(Press Rel. 98-33)

**SEC v. INTERNATIONAL HERITAGE, INC., ET AL., CASE NO. 1 98-CV-0803 RWS
(N.D.GA.)**

On April 3, the Honorable Richard W. Story, United States District Judge, issued an order finding, among other things, that the interests sold to representatives of International Heritage Inc. (IHI), were securities, as that term is defined in the federal securities laws, that the primary business of IHI was recruiting rather than selling products, and that the IHI program was fraudulent. Judge Story issued a preliminary injunction prohibiting IHI, its officers and agents from future violations of the federal securities laws, enjoining certain aspects of IHI's compensation plan, and appointing the receiver, Lloyd Whittaker, as a monitor of the firm. Upon the posting of a \$5 million bond, IHI's management will be permitted to take control of the company. However, before enlisting additional representatives, IHI is required to develop a compensation program which does not violate the Court's order and which is approved by the monitor.

On March 16, 1998, the Commission had filed a civil action in the Northern District of Georgia against IHI, Stanley H. Van Etten and others. IHI, based in Raleigh, North Carolina, purports to do business as a network marketing company, and operates a network of purportedly independent "sales representatives." IHI raised more than \$157 million from over 173,000 representatives. The Commission's complaint alleged, among other things, that IHI's program involved the sale of securities and that the program was fraudulent in that it functioned as a pyramid scheme.

IHI has been prohibited from enlisting new representatives since March 16, 1998. The Commission requests that any person who has been recruited since that time contact the Atlanta office of the Commission at (404) 842-7660. (Press Rel. 98-34)

**CHAIRMAN LEVITT APPOINTS RICHARD WALKER AS DIRECTOR OF THE DIVISION
ENFORCEMENT**

Chairman Levitt today appointed Richard H. Walker as Director of the Division of Enforcement. Mr. Walker succeeds William McLucas, who has served as director since December 1989.

Mr. Walker joined the Commission in 1991 and has served as General Counsel for the past two years. Prior to that, he was the Director of the Commission's Northeast Regional Office for four years. As General Counsel, Mr. Walker helped coordinate the government's successful appeal to the Supreme Court in United States v. O'Hagan, which upheld the misappropriation theory of insider trading. In addition, he oversaw the preparation of a report to the President and the Congress on the impact of the Private Securities Litigation Reform Act of 1995.

As director of the Commission's largest region, with offices in New York, Boston and Philadelphia, Mr. Walker supervised numerous important investigations and prosecutions, including ground breaking insider trading and municipal securities cases, and cases involving the fraudulent sale of securities by Towers Financial Corporation, The Foundation for New Era Philanthropy and Bennett Funding Corporation. He also was instrumental in supporting the United States Attorney for the Southern District of New York and the F.B.I. in a sting operation that netted 45 arrests in October of 1996 and has resulted in 30 Commission enforcement actions to date.

Chairman Levitt said, "Dick Walker represents a great combination of "outside" experience and "inside" knowledge. In private as well as public service, Dick has demonstrated his good judgment, extraordinary intelligence and deep dedication to investor protection. Dick's talent as a litigator, and as a prosecutor, are remarkable. Throughout his service at the Commission, Dick has provided the most trusted and sage counsel to me and my fellow Commissioners."

Mr. Walker received the Presidential Rank Distinguished Service Award in 1997, the highest federal award for government service. He also received the Commission's Law and Policy Award in 1997 for his participation in O'Hagan. In 1997, he received the Chairman's Award for Excellence.

Prior to joining the Commission, Mr. Walker was a litigation partner for fifteen years in the New York office of Cadwalader, Wickersham & Taft. From 1975 to 1976, Mr. Walker served as law clerk to the Honorable Collins J. Seitz, former Chief Judge of the United States Court of Appeals for the Third Circuit. Mr. Walker is a 1972 Phi Beta Kappa graduate of Trinity College and a 1975 graduate, cum laude, of Temple Law School, where he served as Editor-in-Chief of the Temple Law Quarterly. (Press Rel. 98-36)

COMMISSION MEETINGS

Following is a schedule of Commission meetings which will be conducted under provisions of the Government in the Sunshine Act. In general, the Commission expects to follow a schedule of holding open meetings on Wednesday mornings. Otherwise, meetings will be scheduled according to the requirements of agenda items under consideration.

Visitors are welcome at all open meetings, insofar as space is available.

Meetings will be held in the Commission Meeting Room, Room 1C30, at the Commission's headquarters building, 450 Fifth Street, N.W., Washington, D.C. Persons wishing to photograph or videotape Commission meetings must obtain permission in advance from the Secretary of the Commission. Persons wishing to tape record a Commission meeting should notify the Secretary's office 48 hours in advance of the meeting.

Any member of the public who requires auxiliary aids such as a sign language interpreter or material on tape to attend a public meeting should contact Rochelle Franks, Office of Administrative and Personnel Management, to make arrangements. Ms. Franks can be reached at TTY number (202) 942-9558. If you are calling from a non-TTY number, please call the Relay Service at 1-800-877-8339.

OPEN MEETING - TUESDAY, APRIL 14, 1998 - 1:00 P.M.

The subject matter of the open meeting scheduled for Tuesday, April 14, 1998, at 1:00 p.m., will be:

Roundtable discussion to provide securities industry representatives and technology industry representatives with an opportunity to discuss how rapid changes in technology will impact the securities industry. For further information, please contact Howard Kramer at (202) 942-0180.

CLOSED MEETING - WEDNESDAY, APRIL 15, 1998 - 10:00 A.M.

The subject matter of the closed meeting scheduled for Wednesday, April 15, 1998, will be: Institution and settlement of injunctive actions; and Institution and settlement of administrative proceedings of an enforcement nature.

At times, changes in Commission priorities require alterations in the scheduling of meeting items. For further information and to ascertain what, if any, matters have been added, deleted or postponed, please contact: The Office of the Secretary at (202) 942-7070.

ENFORCEMENT PROCEEDINGS

SEC v. GUOPING WU, JING XIAN AND DING SANG

On April 7, the Commission filed an insider trading complaint against Guoping Wu, also known as Daniel Wu; Jing Xian, also known as Jean Xian; and Ding Sang, also known as Daphne Sang. The Commission's complaint alleges that the defendants violated Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5

thereunder by trading in and/or tipping others to trade in the securities of Transport Holdings, Inc. (Transport) in advance of the September 26, 1996 public announcement that Transport would be acquired by Carmel, Indiana based Conseco, Inc. (Conseco). The complaint alleges that Wu learned of the Conseco-Transport acquisition while working at an actuarial firm that had been retained by Transport to perform services in connection with the acquisition. The complaint alleges that Wu then tipped Xian and Sang, who purchased 700 and 500 shares of Transport stock respectively, and sold them after the September 26, 1996 public announcement for profits of \$14,389 and \$10,046.50 respectively. Simultaneously with the filing of the Commission's complaint, Wu, Xian, and Sang, without admitting or denying the allegations in the complaint, consented to the entry of permanent injunctions against them and agreed to pay a combined total of \$75,581.04 in disgorgement of illegal profits, prejudgment interest, and civil penalties. [SEC v. Guoping Wu, Jing Xian, and Ding Sang, USDC, ND Texas, Civil Action No. 3-98 CV 0862-P] (LR-15697)

FIDELITY TRANSFER COMPANY AND LINDA KENER ENJOINED AND ORDERED TO PAY A CIVIL PENALTY OF \$5,000

The Commission announced that on March 4, 1998, the Honorable David Sam, U.S. District Judge for the District of Utah, issued an order of permanent injunction by consent against Fidelity Transfer Company (Fidelity) and Linda Kener (Kener), Fidelity's president. The Commission's complaint alleged that Fidelity violated certain rules and regulations governing transfer agents and that Kener aided and abetted those violations.

The final judgment, to which the defendants consented without admitting or denying the Commission's allegations, orders that the defendants be permanently enjoined from committing violations of Section 17A(d) of the Securities Exchange Act of 1934, and Rules 17Ad-2, 17Ad-6, and 17Ad-10 promulgated thereunder. In addition, the order requires Fidelity to pay a civil penalty of \$5,000. [SEC v. Fidelity Transfer Company and Linda Kener, USDC UT, Civil Action No. 93-C-868S] (LR-15698)

INVESTMENT COMPANY ACT RELEASES

NATIONWIDE INVESTING FOUNDATION, ET AL.

A notice has been issued giving interested persons until April 27 to request a hearing on an application filed by Nationwide Investing Foundation, Nationwide Investing Foundation II, Nationwide Investing Foundation III, and Nationwide Separate Account Trust (collectively, Trusts), each of which is an open-end series investment company, and Nationwide Advisory Services, Inc., the investment adviser for each Trust, for an order under Section 6(c) of the Investment Company Act. The order would grant an exemption from Section 15(a) of the Act and Rule 18f-2 under the Act to permit the various series of the

Trusts to enter into and amend subadvisory agreements without obtaining shareholder approval. (Rel. IC-23104 - April 6)

LIBERTY VARIABLE INVESTMENT TRUST, ET AL.

A notice has been issued giving interested persons until May 4, 1998, to request a hearing on an application filed by Liberty Variable Investment Trust (formerly Keyport Variable Investment Trust), Liberty Asset Management Company, and Liberty Advisory Services Corp. for an order under Section 6(c) of the Investment Company Act exempting applicants from Section 15(a) of the Act and Rule 18f-2 under the Act. The order would permit applicants to enter into and materially amend subadvisory agreements without obtaining shareholder approval. (Rel. IC-23105 - April 7)

SELF-REGULATORY ORGANIZATIONS

PROPOSED RULE CHANGES

The New York Stock Exchange filed a proposed rule change (SR-NYSE-98-07) that will amend NYSE Rule 387 to permit electronic confirmation/affirmation of depository eligible COD Orders by "qualified vendors." Publication of the proposal is expected in the Federal Register during the week of April 13. (Rel. 34-39830)

The National Association of Securities Dealers filed a proposed rule change (SR-NASD-98-20) that will amend Rule 11860 of the NASD's Uniform Practice Code to permit electronic confirmation/affirmation of depository eligible transactions by "qualified vendors." Publication of the proposal is expected in the Federal Register during the week of April 13. (Rel. 34-39831)

The Municipal Securities Rulemaking Board filed a proposed rule change (SR-MSRB-98-06) that will amend MSRB Rule G-15 to permit electronic confirmation/affirmation of customer transactions by "qualified vendors." Publication of the proposal is expected in the Federal Register during the week of April 13. (Rel. 34-39833)

APPROVAL OF PROPOSED RULE CHANGE

The Commission approved a proposed rule change filed by The Depository Trust Company (SR-DTC-95-23) implementing the matching feature in the Institutional Delivery system. (Rel. 34-39832)

ACCELERATED APPROVAL OF PROPOSED RULE CHANGE

The Commission granted accelerated approval of a proposed rule change (SR-EMCC-98-02) filed by the Emerging Markets Clearing Corporation. The proposal will amend EMCC's definition of "Settlement Day" to include settlement dates recommended by trade organizations. Publication of the proposal is expected in the

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

Registration statements may be obtained in person or by writing to the Commission's Public Reference Branch at 450 Fifth Street, N.W., Washington, D.C. 20549 or at the following e-mail box address: <public info @ sec>. In most cases, this information is also available on the Commission's website: <www.sec.gov>.

- S-8 SAND TECHNOLOGY SYSTEMS INTERNATIONAL INC, 4141 SHERBROOKE ST W STE 410,
MONTREAL QUEBEC CANADA H3Z 1B8, A8 (514) 939-3477 - 800,000 (\$7,200,000)
COMMON STOCK (FILE 333-8538 - MAR 27) (BR 3)
- S-1 STAFF LEASING INC, 600 301 BLVD W, STE 202, BRADENTON, FL 34205
(941) 748-4340 - 3,450,000 (\$94,443,750) COMMON STOCK (FILE 333-49067 -
APR 01) (BR 7)
- S-8 GENOME THERAPEUTICS CORP, 100 BEAVER ST, WALTHAM, MA 02154
(617) 893-5007 - 1,000,000 (\$8,875,000) COMMON STOCK (FILE 333-49069 -
APR 01) (BR 1)
- S-3 APPALACHIAN POWER CO, 40 FRANKLIN RD SW, ROANOKE, VA 24011
(703) 985-2300 - 100,000,000 (\$100,000,000) STRAIGHT BONDS (FILE
333-49071 - APR 01) (BR 4)
- S-4 APARTMENT INVESTMENT & MANAGEMENT CO, 1873 S BELLAIRE ST, SUITE 1700,
DENVER, CO 80222 (303) 757-8101 - 7,205,739 (\$259,406,604) COMMON STOCK
(FILE 333-49075 - APR 01) (BR 8)
- S-3 DUKE CAPITAL CORP, 1105 NORTH MARKET ST, STE 1300, WILMINGTON, DE 19801
(302) 427-7650 (FILE 333-49077 - APR 01) (BR 4)
- S-3 WATSON PHARMACEUTICALS INC, 311 BONNIE CIRCLE, CORONA, CA 91720
(909) 270-1400 (FILE 333-49079 - APR 01) (BR 1)
- S-8 SPECTRIAN CORP /CA/, 350 WEST JAVA DRIVE, SUNNYVALE, CA 94089
(408) 745-5400 - 400,000 (\$6,900,000) COMMON STOCK (FILE 333-49081 -
APR 01) (BR 3)
- S-8 GRACE SPECIALTY CHEMICALS INC, ONE TOWN CENTER ROAD, BOCA RATON, FL
33486 (561) 362-2000 - 6,000,000 (\$111,000,000) COMMON STOCK. (FILE
333-49083 - APR 01) (BR 4)
- S-1 MGC COMMUNICATIONS INC, 3301 N BUFFALO DRIVE, LAS VEGAS, NV 89129
(702) -31-0-10 - \$69,000,000 COMMON STOCK. (FILE 333-49085 - APR 01)
(BR 3)
- S-8 EXIGENT INTERNATIONAL INC, 1225 EVANS RD, MELBOURNE, FL 32904
(407) 723-3999 - 120,000 (\$427,500) COMMON STOCK (FILE 333-49087 -
APR 01) (BR 3)
- S-4 PARKER DRILLING CO /DE/, PARKER BLDG, EIGHT E THIRD ST, TULSA, OK 74103
(918) 585-8221 - 450,000,000 (\$450,000,000) STRAIGHT BONDS (FILE
333-49089 - APR 01) (BR 4)

S-8 LORAL SPACE & COMMUNICATIONS LTD, 600 THIRD AVE, NEW YORK, NY 10016
(212) 697-1105 - 1,397,446 (\$39,128,488) COMMON STOCK (FILE 333-49091 -
APR 01) (BR 3)

S-8 SITE TECHNOLOGIES INC, 380 EL PUEBLO DR, STE 100, SCOTTS VALLEY, CA
95066 (408) 648-4000 - 1,580,000 (\$691,250) COMMON STOCK (FILE 333-49093
- APR 01) (BR 9)

S-8 COMPETITIVE TECHNOLOGIES INC, 1960 BRONSON ROAD, P.O BOX 340,
FAIRFIELD, CT 06430 (203) 225-6044 - 275,000 (\$2,887,500) COMMON STOCK
(FILE 333-49095 - APR 01) (BR 4)

S-8 PRECISION AUTO CARE INC, 748 MILLER DRIVE SE, LEESBURG, VA 20175
(703) 777-9095 - 30,000 (\$326,400) COMMON STOCK (FILE 333-49097 -
APR 01) (BR 5)

S-3 VISTANA INC, 8801 VISTANA CENTRE DRIVE, ORLANDO, FL 32821 (407) 239-3100
- 663,444 (\$17,501,652.70) COMMON STOCK (FILE 333-49099 - APR. 01)
(BR 5)

S-8 WALDEN RESIDENTIAL PROPERTIES INC, 5400 LBJ FREEWAY STE 400,
C/O ONE LINCOLN CENTRE, DALLAS, TX 75240 (972) 788-0510 - 200,000
(\$4,938,000) COMMON STOCK. (FILE 333-49101 - APR. 01) (BR 8)

S-8 SPRINGS INDUSTRIES INC, 205 N WHITE ST, FORT MILL, SC 29715
(803) 547-1500 - 1,250,000 (\$68,945,312.50) COMMON STOCK. (FILE 333-49103
- APR 01) (BR 2)

S-8 METROMEDIA FIBER NETWORK INC, 110 E 42ND ST, STE 1502, NEW YORK, NY
10017 (212) 687-9177 - 3,582,780 (\$25,003,173 11) COMMON STOCK (FILE
333-49111 - APR 01) (BR 3)

S-8 SONIC AUTOMOTIVE INC, 5401 EAST INDEPENDENCE BLVD, PO BOX 18747,
CHARLOTTE, NC 28026 (704) 532-3354 - 300,000 (\$4,884,000) COMMON STOCK
(FILE 333-49113 - APR 01) (BR 2)

S-8 KNOLL INC, 1235 WATER ST, EAST GREENVILLE, PA 18041 (215) 679-7991 -
1,000,000 (\$38,781,250) COMMON STOCK (FILE 333-49117 - APR 01) (BR 6)

S-4 MCKESSON CORP, ONE POST ST, MCKESSON PLAZA, SAN FRANCISCO, CA 94104
(415) 983-8300 - 300,000,000 (\$300,000,000) STRAIGHT BONDS (FILE
333-49119 - APR 01) (BR 1)

S-8 KROLL O GARA CO, 9113 LESAINTE DR, FAIRFIELD, OH 45014 (513) 874-2112 -
551,439 COMMON STOCK (FILE 333-49121 - APR 01) (BR 5)

S-8 AQUAPENN SPRING WATER COMPANY INC, 1 AQUAPENN DRIVE, MILESBERG, PA 16853
(814) 355-5556 - 419,952 (\$4,068,285) COMMON STOCK (FILE 333-49123 -
APR 01) (BR 2)

S-8 GREAT LAKES CHEMICAL CORP, ONE GREEAT LAKES BLVD, WEST LAFAYETTE, IN
47906 (317) 497-6219 - 611,567 (\$32,088,156) COMMON STOCK (FILE
333-49127 - APR 01) (BR 4)

S-3 STRUCTURED ASSET SECURITIES CORP/NY, 200 VESEY ST 20TH FLR, NEW YORK, NY
10285 (212) 526-7000 - 5,000,000,000 (\$5,000,000,000)
PASS-THROUGH MORTGAGE-BACKED CERTIFICATE (FILE 333-49129 - MAR. 20)
(BR 8)

S-4 INTERWEST BANCORP INC, 275 S E PIONEER WAY, OAK HARBOR, WA 98277
(360) 679-4181 - 2,330,643 (\$27,641,425 98) COMMON STOCK (FILE 333-49131
- APR 01) (BR 7)

S-8 FRIEDMANS INC, 4 WEST STATE ST, SAVANNAH, GA 31401 (912) 233-9333 -
500,000 (\$7,580,880) COMMON STOCK (FILE 333-49133 - APR. 01) (BR. 2)

S-3 EXCO RESOURCES INC, 5735 PINELAND DR, STE 235, DALLAS, TX 75231
(214) 368-2084 - 5,089,000 (\$30,534,000) COMMON STOCK (FILE 333-49135 -
APR 01) (BR 4)

SB-2 CNB HOLDINGS INC /GA/, 1303 HIGHTOWER TRAIL SUITE 130, ATLANTA, GA 30350
 (770) 650-8262 - 1,035,000 (\$10,350,000) COMMON STOCK (FILE 333-49137 -
 APR 01) (NEW ISSUE)

S-8 TIME WARNER INC/, TIME & LIFE BLDG ROCKFELLER CENTER,
 75 ROCKEFELLER PLAZA, NEW YORK, NY 10019 (212) 484-8000 - 8,064,541
 (\$582,017,923.97) COMMON STOCK (FILE 333-49139 - APR. 01) (BR 5)

S-3 CISCO SYSTEMS INC, 170 WEST TASMAN DRIVE, SAN JOSE, CA 95134
 (408) 526-4000 - 1,437,109 (\$98,082,689 30) COMMON STOCK (FILE 333-49141
 - APR. 01) (BR. 3)

S-3 STATE STREET CORP, 225 FRANKLIN ST, BOSTON, MA 02110 (617) 786-3000
 (FILE 333-49143 - APR 02) (BR. 7)

S-8 KROLL O GARA CO, 9113 LESAINTE DR, FAIRFIELD, OH 45014 (513) 874-2112 -
 436,000 (\$7,575,500) COMMON STOCK (FILE 333-49145 - APR 01) (BR 5)

S-4 PINNACLE HOLDINGS INC, 1549 RINGLING BLVD , 3RD FLOOR, SARASOTA, FL
 34236 (941) 364-8886 - 325,000,000 (\$200,400,911) STRAIGHT BONDS (FILE
 333-49147 - APR 01) (NEW ISSUE)

S-8 MAGELLAN HEALTH SERVICES INC, 3414 PEACHTREE RD N E, STE 1400, ATLANTA,
 GA 30326 (912) 742-1161 - 1,500,000 (\$38,235,000) COMMON STOCK (FILE
 333-49149 - APR 01) (BR 1)

S-8 DIAMOND MULTIMEDIA SYSTEMS INC, 2880 JUNCTION AVE, SAN JOSE, CA 95134
 (408) 325-7000 - 563,707 (\$8,350,191 79) COMMON STOCK (FILE 333-49151 -
 APR. 01) (BR 3)

S-11 NATIONAL BANK OF CANADA /FI/, NATIONAL BANK TOWER,
 600 DE LA CAUCHETIERE WEST, MONTREAL QUEBEC, A8 - 12,000,000
 FOREIGN PREFERRED STOCK (FILE 333-49153 - APR 01) (BR 8)

S-4 EQUITY CORP INTERNATIONAL, 415 S FIRST ST, STE 210, LUFKIN, TX 75901
 (409) 631-8700 - 2,500,000 (\$60,000,000) COMMON STOCK (FILE 333-49155 -
 APR 02) (BR 8)

S-8 OCEAN ENERGY INC, 8440 JEFFERSON HIGHWAY, STE 420, BATON ROUGE, LA 70809
 (504) 927-1450 - 75,000 (\$1,755,750) COMMON STOCK (FILE 333-49157 -
 APR 02) (BR 4)

S-4 SOUTHDOWN INC, 1200 SMITH ST STE 2400, HOUSTON, TX 77002 (713) 650-6200
 - 15,216,124 (\$1,041,245,417) COMMON STOCK (FILE 333-49161 - APR 02)
 (BR 6)

RECENT 8K FILINGS

Form 8-K is used by companies to file current reports on the following events

- Item 1 Changes in Control of Registrant
- Item 2 Acquisition or Disposition of Assets.
- Item 3 Bankruptcy or Receivership
- Item 4 Changes in Registrant's Certifying Accountant
- Item 5 Other Materially Important Events
- Item 6 Resignations of Registrant's Directors
- Item 7 Financial Statements and Exhibits.
- Item 8 Change in Fiscal Year
- Item 9 Regulation S Offerings

The following companies have filed 8-K reports for the date indicated and/or amendments to 8-K reports previously filed, responding to the item(s) of the form specified 8-K reports may be obtained in person or by writing to the Commission's Public Reference Branch at 450 Fifth Street, N W , Washington, D C 20549 or at the following e-mail box address <public info @ sec> In most cases, this information is also available on the Commission's website <www sec gov>

| NAME OF ISSUER | STATE CODE | 8K ITEM NO. | | | | | | | | | DATE | COMMENT |
|---|---------------|-------------|---|---|---|---|---|---|---|---|----------|---------|
| | | 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | | |
| ACME UNITED CORP | CT | X | | | | | | | | | 04/06/98 | |
| ACTION INDUSTRIES INC | PA | | X | | | | X | | | | 04/06/98 | |
| ADVANCED MATERIALS GROUP INC | NV | | | X | | X | | | | | 03/30/98 | |
| AFG RECEIVABLES CORP | CA | | | | X | | | | | | 04/01/98 | |
| AMERICAN BANCSHARES INC \FL\ | FL | X | | | | X | | | | | 03/23/98 | |
| AMERICAN GENERAL HOSPITALITY CORP | MD | | | | X | X | | | | | 06/06/98 | |
| ANIKA THERAPEUTICS INC | MA | | | | X | X | | | | | 04/06/98 | |
| APPLIED GRAPHICS TECHNOLOGIES INC | DE | X | | | | | | | | | 04/01/98 | AMEND |
| BEAR STEARNS COMPANIES INC | DE | | | | X | | | | | | 04/01/98 | AMEND |
| BEAR STEARNS COMPANIES INC | DE | | | | | X | | | | | 04/06/98 | |
| BLONDER TONGUE LABORATORIES INC | DE | X | | | | X | | | | | 03/26/98 | |
| BOSTON RESTAURANT ASSOCIATES INC | DE | | | | X | | | | | | 04/03/98 | |
| BURNHAM PACIFIC PROPERTIES INC | CA | | | | X | | | | | | 04/06/98 | |
| CAPITAL TRUST | CA | X | | | | | | | | | 03/20/98 | |
| CAPSTAR BROADCASTING PARTNERS INC | DE | | | | X | X | | | | | 03/30/98 | |
| CAPSTAR HOTEL CO | DE | | | | X | X | | | | | 04/07/98 | |
| CAPSTAR RADIO BROADCASTING PARTNERS INC | DE | | | | X | X | | | | | 03/30/98 | |
| CARTER WALLACE INC /DE/ | DE | | | | X | | | | | | 04/07/98 | |
| CENTURA BANKS INC | NC | X | | | | | | | | | 04/06/98 | |
| CHASE COMMERCIAL MORTGAGE SECURITIE S CORP | NY | | | | X | X | | | | | 03/18/98 | |
| CHEVY CHASE BANK FSB | MD | | | | X | X | | | | | 03/20/98 | |
| CITICORP | DE | | | | X | | | | | | 04/05/98 | |
| CITIZENS FINANCIAL CORP /KY/ | KY | | | | X | | | | | | 04/06/98 | |
| CITIZENS UTILITIES CO | DE | | | | X | | | | | | 04/07/98 | |
| CMC SECURITIES CORP III | DE | | | | X | X | | | | | 04/07/98 | |
| COGENTRIX ENERGY INC | NC | X | | | | | | | | | 04/03/98 | |
| COMMONWEALTH BANCORP INC | PA | | | | X | X | | | | | 03/31/98 | |
| COMMONWEALTH BIOTECHNOLOGIES INC | VA | | | | X | X | | | | | 03/24/98 | |
| COMPUMED INC | DE | | | | X | X | | | | | 03/31/98 | |
| COMTEC INTERNATIONAL INC | NM | | | | X | | | X | | | 04/06/98 | |
| CONNECTICUT LIGHT & POWER CO | CT | | | | X | | | | | | 03/25/98 | |
| CONSOLIDATED TECHNOLOGY GROUP LTD | NY | | | | | X | X | | | | 03/30/98 | |
| CONTEMPRI HOMES INC | DE | | | | | | X | | | | 02/16/98 | |
| CROWN LABORATORIES INC /DE/ | DE | | | | X | X | X | | | | 03/31/98 | AMEND |
| DAILEY INTERNATIONAL INC | DE | X | | | | | X | X | | | 03/23/98 | |
| DCX INC | CO | | | | X | | | | | | 03/26/98 | |
| DELPHI INFORMATION SYSTEMS INC /DE/ | DE | | | | X | | | X | | | 04/07/98 | |
| DELTONA CORP | DE | | | | X | | | | | | 04/02/98 | |
| DEVELOPERS DIVERSIFIED REALTY CORP | OH | X | | | X | X | | | | | 02/25/98 | |
| DORCHESTER HUGOTON LTD | TX | | | | X | | | | | | 04/07/98 | |
| EARTH SEARCH SCIENCES INC | UT | | | | X | | | | | | 03/31/98 | |
| EASTERN AIR LINES INC | DE | | X | | | | | | | | 02/28/98 | |
| EDISON INTERNATIONAL | CA | | | | X | | | | | | 04/07/98 | |
| EDUCATION LOANS INC /DE/ | DE | | | | X | X | | | | | 03/24/98 | |
| ENER GRID INC /CO/ | CO | | | X | | | | | | | 03/27/98 | |
| ENER GRID INC /CO/ | CO | | | | X | | | | | | 03/27/99 | |
| ENTERTAINMENT PROPERTIES TRUST | MD | | | | X | | | | | | 04/08/98 | |
| EQUITABLE COMPANIES INC | DE | | | | | X | | | | | 04/01/98 | |
| ESSEX GROUP INC | MI | | | | X | X | | | | | 04/07/98 | |
| ESSEX INTERNATIONAL INC / | DE | | | | X | X | | | | | 04/07/98 | |
| ETS INTERNATIONAL INC | VA | | | | | | X | | | | 04/06/98 | |
| FAC REALTY TRUST INC | DE | X | X | | | | X | | | | 03/23/98 | |
| FALCON HOLDING GROUP LP | DE | | | | X | | | | | | 04/03/98 | |
| FAMILY GOLF CENTERS INC | DE | | | | X | | | | | | 04/02/98 | |
| FARM FAMILY HOLDINGS INC | DE | | | | X | | | | | | 04/06/98 | |
| FARM FAMILY MUTUAL INSURANCE CO | NY | | | | X | | | | | | 04/06/98 | |
| FEDERAL MOGUL CORP | MI | | | | | | X | | | | 02/24/98 | AMEND |

| NAME OF ISSUER | STATE CODE | 8K ITEM NO. | | | | | | | | | DATE | COMMENT |
|--|---------------|-------------|---|---|---|---|---|---|---|---|----------|---------|
| | | 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | | |
| FEMALE HEALTH CO | WI | | | | X | | | | | | 03/30/98 | |
| FIRST AMERICAN FINANCIAL CORP | CA | | | | X | X | | | | | 04/07/98 | |
| FIRST INDUSTRIAL LP | DE | | | | | X | | | | | 03/26/98 | |
| FIRST NATIONAL ENTERTAINMENT CORP | CO | X | | | X | | | | | | 03/10/98 | |
| FIRST SAVINGS BANK OF WASHINGTON BA NCORP INC | DE | X | | | | | | | | | 04/01/98 | |
| FNB FINANCIAL SERVICES CORP | NC | | | | X | X | | | | | 04/06/98 | |
| FONAR CORP | DE | X | | | | X | | | | | 03/20/98 | |
| FULTON FINANCIAL CORP | PA | X | | | | X | | | | | 03/31/98 | |
| GE CAPITAL MORTGAGE SERVICES INC | NJ | X | | | | X | | | | | 03/27/98 | |
| GE CAPITAL MORTGAGE SERVICES INC | NJ | X | | | | X | | | | | 03/27/98 | |
| GENESCO INC | TN | | | | X | | | | | | 04/06/98 | |
| GREAT SOUTHERN BANCORP INC | DE | | | | X | | | | | | 04/01/98 | |
| HARKEN ENERGY CORP | DE | | | | X | X | | | | | 04/06/98 | |
| HAYNES INTERNATIONAL INC | DE | X | | | | | | | | | 03/31/98 | |
| HDS NETWORK SYSTEMS INC | DE | | | | X | X | | | | | 04/03/98 | |
| HEALTHY PLANET PRODUCTS INC | DE | | | | | X | | | | | 04/06/98 | |
| HELLER FUNDING CORP | DE | | | | X | X | | | | | 03/25/98 | |
| HOME PRODUCTS INTERNATIONAL INC | DE | X | | | | | | | | | 12/26/98 | |
| HUTTON CONAM REALTY INVESTORS 5 | CA | | | | X | | | | | | 03/19/98 | |
| IBT BANCORP INC /MI/ | MI | | | | X | | | | | | 03/27/98 | |
| IMAGEMAX INC | PA | | | | | X | | | | | 01/23/98 | AMEND |
| INHALE THERAPEUTIC SYSTEMS | CA | | | | X | X | | | | | 04/01/98 | |
| INSTRON CORP | MA | X | | | | X | | | | | 03/27/98 | |
| INSURANCE AUTO AUCTIONS INC /CA | CA | | | | X | X | | | | | 04/06/98 | |
| INTERIORS INC | DE | X | | | | X | | | | | 03/23/98 | |
| INTERMEDIA COMMUNICATIONS INC | DE | X | | | | X | | | | | 03/31/98 | |
| INTERNATIONAL LEASE FINANCE CORP | CA | | | | | X | | | | | 04/03/98 | |
| INTERNATIONAL WIRELESS COMMUNICATIO NS HOLDINGS INC | | X | | | | X | | | | | 01/23/98 | AMEND |
| IXC COMMUNICATIONS INC | DE | | | | X | X | | | | | 03/31/98 | |
| IXC COMMUNICATIONS INC | DE | | | | X | X | | | | | 04/02/98 | |
| JAKKS PACIFIC INC | DE | | | | X | X | | | | | 04/07/98 | |
| JAVA GROUP INC /CN | DE | X | X | | | | | | | | 03/31/98 | |
| JETFORM CORP | A1 | | | | X | | | | | | 04/02/98 | |
| JOHNSTOWN AMERICA INDUSTRIES INC | DE | | | | X | X | | | | | 04/03/98 | |
| JONES INTERCABLE INC | CO | | | | X | X | | | | | 04/06/98 | |
| KATY INDUSTRIES INC | DE | | | | X | X | | | | | 04/06/98 | |
| KEY CONSUMER ACCEPTANCE CORP | DE | | | | X | | | | | | 04/01/98 | |
| LA PETITE ACADEMY INC | DE | | | | X | X | | | | | 03/19/98 | |
| LA TEKO RESOURCES LTD | A1 | | | | X | | | | | | 03/30/98 | |
| LAIDLAW ENVIRONMENTAL SERVICES INC | DE | | | | X | | | | | | 04/06/98 | |
| LEADING EDGE EARTH PRODUCTS INC | | | | | X | | | | | | 04/01/98 | |
| LEHMAN BROTHERS HOLDINGS INC | DE | | | | X | X | | | | | 04/06/98 | |
| LITTON INDUSTRIES INC | DE | | | | | X | | | | | 04/06/98 | |
| LORAL SPACE & COMMUNICATIONS LTD | D0 | X | | | | X | | | | | 03/20/98 | |
| LS POWER FUNDING CORP | DE | X | | | | | | | | | 04/03/98 | |
| MACERICH CO | MD | | | | X | X | | | | | 02/25/98 | |
| MASCOTECH INC | DE | | | | | X | | | | | 01/20/98 | AMEND |
| MC SHIPPING INC | | | | | X | | | | | | 03/30/98 | |
| MCN ENERGY GROUP INC | MI | | | | X | | | | | | 04/01/98 | |
| MEDIX RESOURCES INC | CO | | | | | X | | | | | 12/31/97 | AMEND |
| MERCURY FINANCE CO | DE | | | | X | X | | | | | 03/27/97 | |
| MERRILL LYNCH MORTGAGE INVESTORS IN C | DE | | | | | X | | | | | 03/25/98 | |
| MERRY LAND & INVESTMENT CO INC | GA | X | | | | | | | | | 04/07/98 | |
| MID ATLANTIC COMMUNITY BANKGROUP IN C | VA | | X | | | X | | | | | 03/31/98 | |
| MONEY STORE INVESTMENT CORP | NJ | | | | X | X | | | | | 03/31/98 | |
| MONEY STORE OF NEW YORK INC | NY | | | | X | X | | | | | 03/31/98 | |
| NASH FINCH CO | DE | | | | X | | | | | | 03/31/98 | |

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| | CODE | 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | | | |
| NATIONSLINK FUNDING CORP COMM MORT PASS THR CERT SER 1998-1 | DE | | | | | X | X | | | | | 04/07/98 | |
| NORTH ATLANTIC ENERGY CORP /NH | NH | | | | | X | | | | | | 03/09/98 | |
| NORTH CAROLINA RAILROAD CO | NC | X | | | | | | X | | | | 04/01/98 | |
| NORTHEAST UTILITIES SYSTEM | MA | | | | | X | | | | | | 03/09/98 | |
| NTS PROPERTIES III | GA | | | | | X | | | | | | 04/07/98 | |
| NTS PROPERTIES V | MD | | | | | X | | | | | | 04/07/98 | |
| NTS PROPERTIES VI/MD | MD | | | | | X | | | | | | 04/30/98 | |
| NUKO INFORMATION SYSTEMS INC /CA/ NVR INC | NY VA | | | | | X | | | | | | 03/17/98 | AMEND |
| OCWEN FINANCIAL CORP | FL | | X | | | | | | | | | 04/06/98 | |
| PARKER HANNIFIN CORP | OH | | | | | X | | | | | | 03/31/98 | |
| PERKIN ELMER CORP | NY | | | X | | | | | | | | 04/06/98 | |
| PHYSICIAN COMPUTER NETWORK INC /NJ | NJ | | | | | X | | | | | | 01/22/98 | AMEND |
| POMEROY COMPUTER RESOURCES INC | DE | X | | | | | | | | | | 04/01/98 | |
| POOL ENERGY SERVICES CO | TX | | | | | X | X | | | | | 04/03/98 | |
| POOL ENERGY SERVICES CO | TX | | | | | X | X | | | | | 03/31/98 | |
| POPE & TALBOT INC /DE/ | DE | | | | | X | | | | | | 03/31/98 | |
| PROSPECT STREET HIGH INCOME PORTFOL IO INC | MD | | | | | X | X | | | | | 04/06/98 | |
| PRUDENTIAL SECURITIES SECURED FINAN CING CORP | DE | | X | | | X | X | | | | | 04/01/98 | |
| PUBLIC SERVICE CO OF NEW HAMPSHIRE | NH | | | | | X | | | | | | 04/06/98 | |
| QUICKTURN DESIGN SYSTEMS INC | DE | | | | | X | X | | | | | 03/09/98 | |
| RECKSON ASSOCIATES REALTY CORP | MD | | | | | X | | | | | | 04/03/98 | |
| RECKSON ASSOCIATES REALTY CORP | MD | X | | | | | X | | | | | 01/26/98 | AMEND |
| RESIDENTIAL ASSET SECURITIES CORP | DE | | | | | X | X | | | | | 04/06/98 | |
| RESIDENTIAL FUNDING MORTGAGE SECURI TIES I INC | DE | | | | | X | X | | | | | 04/06/98 | |
| RESIDENTIAL FUNDING MORTGAGE SECURI TIES I INC | DE | | | | | X | X | | | | | 04/07/98 | |
| RESIDENTIAL FUNDING MORTGAGE SECURI TIES I INC | DE | | | | | X | X | | | | | 04/07/98 | |
| RESIDENTIAL FUNDING MORTGAGE SECURI TIES II INC | DE | | | | | X | X | | | | | 04/06/98 | |
| RIVIERA HOLDINGS CORP | NV | | | | | X | X | | | | | 03/31/98 | |
| RYANS FAMILY STEAKHOUSES INC | SC | | X | | | | | | | | | 04/01/98 | |
| RYLAND GROUP INC | MD | X | | | | | | | | | | 03/31/98 | |
| SAXTON INC | NV | | | | | X | X | | | | | 03/20/98 | |
| SCHWEITZER MAUDUIT INTERNATIONAL IN C | DE | | | | | X | X | | | | | 03/30/98 | |
| SEALED AIR CORP/DE | DE | | | | | X | X | | | | | 04/02/98 | |
| SEARS ROEBUCK ACCEPTANCE CORP | DE | X | | | | X | X | | | | | 04/13/98 | |
| SECURITY FIRST CORP | DE | | | | | X | X | | | | | 04/05/98 | |
| SECURITY PACIFIC HOME EQUITY TRUST 1991-A | CA | | | | | | | X | | | | 03/25/98 | |
| SFX ENTERTAINMENT INC | OH | | | | | | | X | | | | 04/07/98 | AMEND |
| SILICONIX INC | DE | X | | | | | | | | | | 03/02/98 | AMEND |
| SOUTH BRANCH VALLEY BANCORP INC | WV | | | X | | | | | | | | 04/03/98 | AMEND |
| SOUTHERN CALIFORNIA EDISON CO | CA | | | | | X | | | | | | 04/07/98 | |
| SPEIZMAN INDUSTRIES INC | DE | | | | | X | X | | | | | 03/31/98 | |
| STORAGE DIMENSIONS INC | DE | | X | X | | X | X | | | | | 03/31/98 | |
| STORAGE TECHNOLOGY CORP | DE | | | | | X | X | | | | | 03/27/98 | |
| STRUCTURED ASSET SECURITIES CORP SE RIES 1998-C1 | | | | | | X | X | | | | | 02/17/98 | |
| STRUCTURED ASSET SECURITIES CORP SE RIES 1998-C1 | | | | | | X | X | | | | | 02/23/98 | |
| STRUCTURED ASSET SECURITIES CORP SE RIES 1998-C1 | | | | | | X | | | | | | 03/15/98 | |
| STRUCTURED PRODUCTS CORP | DE | | | | | | | X | | | | 04/01/98 | |

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| | CODE | | 1 | 2 | 3 | 4 | 5 | 6 | 7 | | | 8 | 9 |
| SUIZA FOODS CORP | DE | | | | | | | | X | | | 04/03/98 | AMEND |
| SUMMIT BANK CORP | GA | | | | | X | X | | | | | 03/27/98 | |
| SWISSRAY INTERNATIONAL INC | NY | | | | | X | | | | | | 11/07/97 | AMEND |
| S3 INC | DE | | | | X | | | | | | | 03/31/98 | |
| TANDY CORP /DE/ | DE | | | | | X | | | | | | 04/06/98 | |
| TECH ELECTRO INDUSTRIES INC/TX | TX | | X | | | | | X | | | | 12/30/97 | |
| TELEGEN CORP /CO/ | CA | | | | | X | | | | | | 04/01/98 | |
| TELSCAPE INTERNATIONAL INC | TX | | | | | | | X | | | | 01/22/98 | AMEND |
| TEMPLATE SOFTWARE INC | VA | | | | | X | | | | | | 03/30/98 | |
| TEREX CORP | DE | | X | | | X | X | | | | | 03/31/98 | |
| THERMO ELECTRON CORP | DE | | | | | X | X | | | | | 04/06/98 | |
| TOTAL TEL USA COMMUNICATIONS INC | NJ | | | | | X | X | | | | | 04/07/98 | |
| TRAVELERS GROUP INC | DE | | | | | X | X | | | | | 04/06/98 | |
| TRIGEN ENERGY CORP | DE | | | | X | | | | | | | 03/31/98 | AMEND |
| TV COMMUNICATIONS NETWORK INC | CO | | | | | X | | | | | | 03/03/98 | |
| TV COMMUNICATIONS NETWORK INC | CO | | | | | X | | | | | | 04/06/98 | |
| US OFFICE PRODUCTS CO | DE | | | | | X | X | | | | | 11/20/98 | |
| VISUAL EDGE SYSTEMS INC | DE | | | | | X | | | | | | 03/27/98 | |
| VSE CORP | DE | | | | | X | | | | | | 04/07/98 | |
| WESTERN MASSACHUSETTS ELECTRIC CO | MA | | | | | X | | | | | | 03/25/98 | |
| WESTERN WIRELESS CORP | WA | | | | | X | | | | | | 04/06/98 | |
| WESTMINSTER CAPITAL INC | DE | | | | | X | X | | | | | 04/03/98 | |
| WHITTAKER CORP | DE | | X | | | | | X | | | | 01/30/98 | AMEND |
| WOOLWORTH CORPORATION | NY | | | | | X | X | | | | | 04/06/98 | |
| XEROX CORP | NY | | | | | X | | | | | | 04/01/98 | |